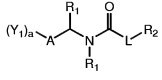
**AMENDMENTS TO THE CLAIMS:**

This listing of claims will replace all prior versions and listings of claims in the application:

1. (**Previously Presented**) A compound of formula **I**:



**I**

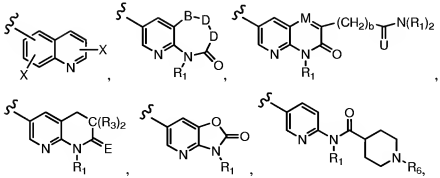
wherein, independently for each occurrence,

L is a bond or L is alkyl, alkenyl, or cycloalkyl which may be substituted with one or more $R_1$;

A is a monocyclic ring of 4-7 atoms containing 0-2 heteroatoms, a bicyclic ring of 8-12 atoms containing 0-4 heteroatoms or a tricyclic ring of 12-16 atoms containing 0-6 heteroatoms wherein the rings are independently aliphatic, aromatic, heteroaryl, or heterocyclic; wherein the heteroatoms selected from N, S, and O, and wherein the rings are optionally substituted with one or more groups selected from $C_{1-4}$ alkyl, $CH_2OH$, OR", SR", CN, $N(R")_2$, $CH_2N(R")_2$, $NO_2$, $CF_3$, $CO_2R"$, $CON(R")_2$, COR", NR"C(O)R", F, Cl, Br, I and $-S(O)_tCF_3$, wherein R" is H, alkyl or alkaryl;

$R_1$ is, independently for each occurrence, H, alkyl, cycloalkyl, aryl, or alkaryl;

$R_2$ is



wherein, independently for each occurrence,

B is a bond, $C(R_1)_2$ or C=O;

E is O or S;

D is $C(R_1)_2$, $NR_1$, C=O,  , or 

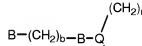
providing that the two Ds are different;

J is $NR_1$, $CH_2$, $CH_2CH_2$, or O;

M is $CR_1$ or N;

Q is N or CH;

U is O, $H_2$, or $CH_2$;

X is H, $C_{1\text{-}4}$ alkyl, $CH_2OH$, $OR_1$, $SR_1$, CN, $N(R_1)_2$, $CH_2N(R_1)_2$, $NO_2$, $CF_3$, $CO_2R_1$, $CON(R_1)_2$, $COR_1$, $NR_1C(O)R_1$, F, Cl, Br, I, $-S(O)_rCF_3$,  , , or ;

r is 0, 1, or 2;

$R_6$ is $C(O)OR_1$;

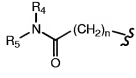
$R_1$ is as previously defined;

b is an integer from 0-4;

$R_3$ is alkyl or cycloalkyl;

a is an integer from 0-4; and

$Y_1$ is



wherein,

$R_4$ is a water solubilizing group;

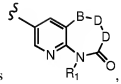
$R_5$ is H, alkyl, or cycloalkyl; and

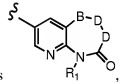
n is an integer from 0 to 4;

or a pharmaceutically acceptable salt thereof.

2. (**Original**) The compound of claim 1, wherein L is a $C_2$ alkenyl.

3-4. (**Canceled**)

5. (**Original**) The compound of claim 1, wherein L is a $C_2$ alkenyl and $R_2$ is  , wherein $R_1$ is H.

6. (**Original**) The compound of claim 1, wherein L is a $C_2$ alkenyl and $R_2$ is  , wherein $R_1$ is H and the D adjacent to B is $NR_1$.

7-12. (**Canceled**)

13. (**Original**) The compound of claim 1, wherein A is a 9 membered bicyclic heteroaryl.

14. (**Original**) The compound of claim 1, wherein A comprises at least 1 heteroatom.

15-16. (**Canceled**)

17. (**Original**) The compound of claim 1, wherein A comprises at least 1 oxygen atom.

18-20. (**Canceled**)

21. (**Original**) The compound of claim 1, wherein the compound inhibits FabI with a $K_i$ of about 5 μM or less, about 1 μM or less, about 100 nM or less, about 10 nM or less, or about 1 nM or less.

22. (**Original**) The compound of claim 1, wherein the compound inhibits FabI with an $IC_{50}$ of about 30 μM or less, about 1 μM or less, about 100 nM or less, or about 10 nM or less.

23. (**Original**) The compound of claim 1, wherein the compound inhibits FabI with an MIC of about 32 μg/mL or less, about 16 μg/mL or less, or about 8 μg/mL or less, about 4 μg/mL or less, about 2 μg/mL or less, about 1 μg/mL or less, about 0.5 μg/mL or less, about 0.25 μg/mL or less, or about 0.125 μg/mL or less.

24. (**Original**) A pharmaceutical composition comprising a compound of claim 1 and a pharmaceutically acceptable carrier or excipient.

25. (**Previously Presented**) The composition of claim 24, wherein the composition is formulated for intraveneous or injectable, administration.

26. (**Canceled**)

27. (**Original**) The composition of claim 24, wherein the composition is formulated for topical application.

28.-29. (**Canceled**)

30. (**Original**) The composition of claim 24, wherein the composition is formulated for oral administration.

31. (**Original**) The composition of claim 30, wherein the composition is formulated in tablets such that the amount of compound provided in 20 tablets, if taken together, provides a dose of at least the $ED_{50}$ but no more than ten times the $ED_{50}$.

32. (**Original**) The composition of claim 24, wherein the composition is formulated for parenteral administration such that the amount of compound provided in 20 cc bolus injection provides a dose of at least the $ED_{50}$ but no more that ten times the $ED_{50}$.

33. (**Canceled**)

34. (**Original**) A pill for reducing bacterial levels in a subject with a bacteria related illness, comprising a compound of claim 1.

35. (**Original**) The pill of claim 34, wherein the pill provides effective bacterial treatment for at least about 8 hours.

36.-48. (**Canceled**)

49. (**Original**) A kit comprising the pharmaceutical composition of claim 24 and instructions for use thereof.

50. (**Previously Presented**) The compound of claim 6, wherein B is $CH_2$.

51. (**Previously Presented**) The compound of claim 50, wherein A comprises a nine-membered bicyclic heteroaryl comprising at least one O.

52. (**Canceled**)

53. (**New**) The compound (E)-3-(3,3-Dimethyl-2-oxo-2,3,4,5-tetrahydro-1H-pyrido[2,3-e][1,4]diazepin-7-yl)-N-methyl-N-(3-methyl-benzofuran-2-ylmethyl)acrylamide, or pharmaceutically acceptable salts thereof.